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IN THE UNITED STATES PATENT AND  
TRADEMARK OFFICE

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Applicants: John L. Schenk and Allison C. Lindsey  
Application Number:  
Filed:  
Title: Sperm Cell Process System  
TC/A.U:  
Examiner:

International Application No: PCT/US03/22906, Filed 22 July 2003  
Original US Application: 60/400,486, Filed 22 July 2002

Assignee: XY, Inc.  
Attorney Docket: XY-Optimum-USNP  
Customer No. 33549

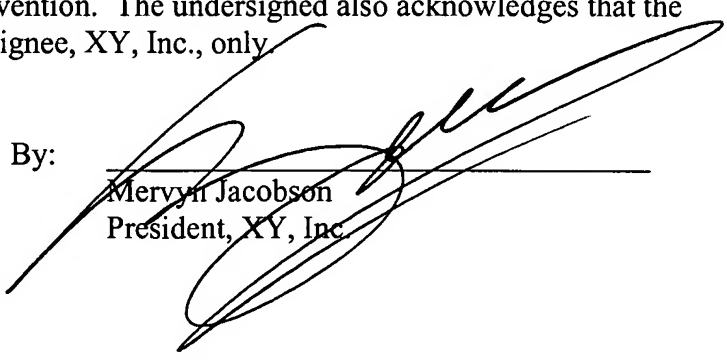
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**POWER OF ATTORNEY**

I, Mervyn Jacobson, President, XY, Inc., hereby appoint the practitioners associated with Customer Number 33549 (Santangelo Law Offices, P.C., 125 South Howes, Third Floor, Fort Collins, CO 80521), as XY, Inc.'s attorneys to prosecute this application entitled "Sperm Cell Process System" and to transact all business in the Patent Office connected therewith. The undersigned grants the firm of Santangelo Law Offices, P.C., the power to insert on any document filed in this matter any further identification which may be necessary or desirable in order to indicate filing information or to comply with the rules of the United States Patent Office or any foreign patent office for recordation of this document, including, but not limited to, inserting the application number, the execution date, mailing information, or the filing date of the above-identified United States Patent Application based upon the Invention. The undersigned also acknowledges that the attorneys appointed are attorneys for the assignee, XY, Inc., only.

Dated this 24<sup>th</sup> day of January, 2005.

By:

  
Mervyn Jacobson  
President, XY, Inc.



IN THE UNITED STATES PATENT AND  
TRADEMARK OFFICE

Applicants: John L. Schenk and Allison C. Lindsey  
Application Number: 10/522,320  
Filed: January 24, 2005  
Title: Sperm Cell Process System  
TC/A.U:  
Examiner:

International Application No: PCT/US03/22906, Filed 22 July 2003  
Original US Application: 60/400,486, Filed 22 July 2002

Assignee: XY, Inc.  
Attorney Docket: XY-Optimum-USNP  
Customer No. 33549

DECLARATION FOR PATENT APPLICATION

RECEIVED

OCT 21 2005

OFFICE OF PETITIONS

This Declaration is made by John L. Schenk and Allison C. Lindsey.

1 - ∞ I, John L. Schenk, hereby declare:

- I am a citizen of the US and that my residence and mailing address is 1906 Constitution Avenue, Fort Collins, CO 80526, US.

\* 2 - ∞ I, Allison C. Lindsey, hereby declare: Rule 1.97  
Not a citizen  
of the US

- I am a citizen of the US and that my residence and mailing address is 236 N. Overland Trail, Fort Collins, CO 80521, US.

We, John L. Schenk and Allison C. Lindsey, each hereby declare, we are the original, first, and joint inventors of the subject matter which is claimed, described and for which a patent is sought on the invention now entitled "Sperm Cell Process System" the specification of which has been provided to us at or prior to the time of signing this declaration. We have reviewed and understand the contents of this specification as above entitled, including any claims.

We also believe we are the original, first, and joint inventors of the subject matter which is claimed and for which a patent is sought in:

- International Application Number PCT/US03/22906 filed July 22, 2003 entitled "Sperm

- Cell Process System"; and
- United States Provisional Application Number 60/400,486 filed July 22, 2002, entitled "Sperm Cell Process System".

We hereby claim the benefit under Title 35, United States Code §119 of US Provisional Application 60/400,486 filed July 22, 2002; there are no foreign applications having a filing date before that of the application on which priority is claimed.

We hereby claim the benefit under Title 35, United States Code §365 of PCT International Application Number PCT/US03/22906 filed July 22, 2003. To the extent applicable, we have identified in the request of this application, in compliance with PCT Rule 4.10, any claim to foreign priority and we have identified above by application number, country or Member of the World Trade Organization, day, month and year of filing, any application for a patent or inventor's certificate filed in a country other than the United States of America, including any PCT international application designating at least one country other than the United States of America, having a filing date before that of the application on which foreign priority is claimed.

We hereby declare that the specification and disclosure herein submitted are intended to include disclosure or claims directed to, individually or in combination: embodiments of the invention which may encompass a device, apparatus, method, process, or business method; embodiments of the invention which may encompass permutations or combinations of any aspects of the invention; any aspect of the invention conceived or developed as separate inventions; and any aspect of the invention independent of any initial context considered as preferred embodiments. We also authorize and support this application for patent protection in the United States, and for similar protection in foreign countries, each to be sought to the extent or breadth any owner desires or deems appropriate. We acknowledge that each of the attorneys and the firm filing this application is/are attorneys for the assignee, XY, Inc. only.

We acknowledge the duty to disclose information which is material to the examination of any US application in accordance with Title 37, Code of Federal Regulations, Section 1.56(a).

We hereby declare that all statements made herein of our own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both under Section 1001 of Title 18 of the United States Code and that such willful false statements may jeopardize the validity of any US application or any US patent issued thereon.

We hereby grant the firm of Santangelo Law Offices, P.C., the power to insert on this Declaration or any other document any further identification which may be necessary or desirable in order to indicate filing information or to comply with the rules of the United States Patent Office or any foreign patent office for recordation of this document, including, but not limited to, inserting the

application number, the execution date, mailing information, or the filing date of any application based upon the Invention.

Date:

31 Jan 05

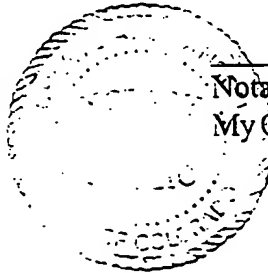
  
John L. Schenk


UNITED STATES OF AMERICA  
STATE OF COLORADO  
COUNTY OF LARIMER

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)ss.  
)

SUBSCRIBED AND SWORN to before me in the County of Larimer, State of Colorado, United States of America, by John L. Schenk, this 31<sup>st</sup> day of January, 2005.

WITNESS my hand and official seal pursuant to the authority vested in me as a Notary Public by the State of Colorado.



  
Notary Public

My Commission Expires: 31 Jan 2007

Date: \_\_\_\_\_

\_\_\_\_\_  
Allison C. Lindsey

UNITED STATES OF AMERICA     )  
STATE OF COLORADO            )ss.  
COUNTY OF LARIMER            )

SUBSCRIBED AND SWORN to before me in the County of Larimer, State of Colorado,  
United States of America, by Allison C. Lindsey, this \_\_\_\_ day of January, 2005.

WITNESS my hand and official seal pursuant to the authority vested in me as a Notary Public  
by the State of Colorado.

\_\_\_\_\_  
Notary Public

My Commission Expires: \_\_\_\_\_